

**IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF DELAWARE**

HONEYWELL INTERNATIONAL INC. and)	
HONEYWELL INTELLECTUAL PROPERTIES INC.,)	
)	
Plaintiffs,)	
)	
v.)	C.A. No. 04-1338-KAJ
)	(consolidated)
APPLE COMPUTER, INC., et al.,)	
)	
Defendants.)	
)	

STIPULATION AND ORDER

WHEREAS, plaintiffs Honeywell International Inc. and Honeywell Intellectual Properties Inc. (collectively, "Honeywell") have filed a First Amended Complaint and demand for jury trial in the above-referenced matter;

WHEREAS, the First Amended Complaint names as defendants Fuji Photo Film Co., Ltd. ("Fuji Japan") and Fuji Photo Film U.S.A., Inc. ("Fuji U.S.A.") ("collectively Fuji");

WHEREAS, Fuji has identified in its discovery responses, a subsidiary, Fujifilm Photonix Co., Ltd. ("Fuji Photonix"), that assembles LCD modules for Fuji Japan that may become relevant to the above-referenced matter;

WHEREAS, on July 28, 2006, Honeywell filed a Motion for Leave to File its Second Amended Complaint with this Court (the "Motion") and included as Exhibit A, a proposed Second Amended Complaint and Demand for Jury Trial which names as an additional defendant Fuji Photonix;

WHEREAS, Fuji has until on or before August 25, 2006 to oppose the Motion;

WHEREAS, Fuji Japan has identified, in its supplemental discovery responses, an additional subsidiary, Fujifilm Imaging Systems (Suzhou) Co., Ltd., a wholly-owned Chinese

subsidiary of Fuji Japan (“Fuji China”) that assembles additional LCD modules for some of Fuji Japan’s digital still camera products and/or for repair purposes thereof that may become relevant to the above-referenced matter; and

WHEREAS, Honeywell and Fuji agree to direct Honeywell’s claims only against Fuji to stream-line the litigation and avoid unnecessary time and expense to the court and to the parties.

NOW, THEREFORE, in consideration of the foregoing, Honeywell and Fuji hereby agree and stipulate as follows:

1. Based upon the agreements contained herein, Honeywell will withdraw its Motion as it relates to the addition of Fuji Photonix as a new named defendant.

2. Based upon the agreements contained herein, Honeywell will not further amend its First Amended Complaint to add as defendants Fuji Photonix and/or Fuji China.

3. Based upon the agreements contained herein, if and when the Motion is granted, Honeywell will not file a Second Amended Complaint that names as defendants Fuji Photonix and/or Fuji China.

4. Fuji represents that it has access to, and thus agrees to produce in this matter, subject to Fuji’s existing and future discovery responses and objections, relevant documentation and testimony from Fuji Photonix and Fuji China, notwithstanding that Fuji Photonix and Fuji China are not named parties in this matter.

5. Fuji represents that for all Fuji-assembled digital still cameras sold in the United States where Fuji assembled the LCD modules, it has acquired the LCD modules solely from Fuji China and/or Fuji Photonix.

6. Honeywell agrees that actions or activities by Fuji Photonix and/or Fuji China that might provide a factual basis to a defense against Honeywell's claims will inure to the benefit of Fuji, and Honeywell will treat such actions and/or activities as if they were performed by Fuji.

7. Fuji agrees that it will be bound by any judgment against it as a result of the conduct of Fuji China and/or Fuji Photonix.

8. Fuji has authorized its undersigned counsel to enter into this stipulation on its behalf.

MORRIS NICHOLS, ARSHT &
TUNNELL LLP

POTTER ANDERSON & CORROON LLP

By: /s/ Leslie A. Polizoti
Thomas C. Grimm (#1098)
Leslie A. Polizoti (#4299)
Maria Granovsky (#4709)
1201 N. Market Street
P.O. Box 1347
Wilmington, DE 19899-1347
(302) 658-9200
tgrimm@mnat.com
lpolizoti@mnat.com
mgranovsky@mnat.com

By: /s/ Philip A. Rovner
Philip A. Rovner (#3215)
Hercules Plaza
P.O. Box 951
Wilmington, DE 19899
(302) 984-6000
provner@potteranderson.com

*Attorneys for Defendants
Fuji Photo Film Co., Ltd. and
Fuji Photo Film U.S.A., Inc.*

Attorneys for Plaintiffs

August 24, 2006

SO ORDERED this _____ day of _____, 2006.

United States District Judge

UNITED STATES DISTRICT COURT

DISTRICT OF DELAWARE

CERTIFICATE OF SERVICE

I, hereby certify that, on August 24, 2006, the within document was electronically filed with the Clerk of the Court using CM-ECF which will send notification of such filing to the following; the document was served by hand delivery on the following; and the document is available for viewing and downloading from CM-ECF:

BY HAND DELIVERY

Thomas C. Grimm, Esq.
Leslie A. Polizoti, Esq.
Morris, Nichols, Arsht & Tunnell
1201 N. Market Street
P.O. Box 1347
Wilmington, DE 19899-1347
tgrimm@mnat.com
lpolizoti@mnat.com

Thomas L. Halkowski, Esq.
Fish & Richardson P.C.
919 N. Market Street
Suite 1100
P.O. Box 1114
Wilmington, DE 19899
halkowski@fr.com

William J. Wade, Esq.
Richards, Layton & Finger
One Rodney Square
P.O. Box 551
Wilmington, DE 19899
wade@rlf.com

BY HAND DELIVERY

Frederick L. Cottrell, III, Esq.
Richards, Layton & Finger, P.A.
One Rodney Square
920 N. King Street
Wilmington, DE 19801
Cottrell@rlf.com

Richard L. Horwitz, Esq.
David E. Moore, Esq.
Potter Anderson & Corroon LLP
Hercules Plaza
P.O. Box 951
Wilmington, DE 19899
rhhorwitz@potteranderson.com
dmoore@potteranderson.com

John W. Shaw, Esq.
Young, Conaway, Stargatt & Taylor LLP
1000 West Street, 17th Floor
P. O. Box 391
Wilmington, DE 19899-0391
jshaw@ycst.com

Adam Wyatt Poff, Esq.
Young, Conaway, Stargatt & Taylor LLP
1000 West Street, 17th Floor
P.O. Box 3981
Wilmington, D E 19899-0391
apoff@ycst.com

Arthur G. Connolly, III, Esq.
Brian M. Gottesman, Esq.
Connolly Bove Lodge & Hutz LLP
The Nemours Building – 8th Floor
1007 N. Orange Street
P. O. Box 2207
Wilmington, DE 19899-2207
Ac3@cblh.com

Robert J. Katzenstein, Esq.
Smith Katzenstein & Furlow LLP
800 Delaware Avenue, 7th Fl.
P.O. Box 410
Wilmington, DE 19899
rkattenstein@skfdelaware.com

William J. Marsden, Jr., Esq.
Fish & Richardson, P.C.
919 N. Market Street, Suite 1100
P. O. Box 1114
Wilmington, DE 19899-1114
marsden@fr.com

Paul A. Bradley, Esq.
McCarter & English, LLP
919 N. Market Street
Suite 1800
P.O. Box 111
Wilmington, DE 19899
pbradley@mccarter.com

Francis DiGiovanni, Esq.
James M. Olsen, Esq.
Connolly Bove Lodge & Hutz LLP
The Nemours Building – 8th Fl.
1007 N. Orange Street
Wilmington, DE 19899-2207
fdigiovanni@cblh.com

Amy Evans, Esq.
Cross & Simon, LLC
913 N. Market Street, Suite 1001
Wilmington, DE 19899-1380
aevans@crosslaw.com

Karen L. Pascale, Esq.
Young, Conaway, Stargatt & Taylor, LLP
The Brandywine Bldg., 17th Fl.
1000 West Street
Wilmington, DE 19801
kpascale@ycst.com

Monte Terrell Squire, Esq.
Young, Conaway, Stargatt & Taylor
The Brandywine Building
1000 West Street, 17th Floor
P. O. Box 391
Wilmington, DE 19899-0391
msquire@ycst.com

Steven J. Balick, Esq.
John G. Day, Esq.
Ashby & Geddes
222 Delaware Avenue
P.O. Box 1150
Wilmington, DE 19899
sbalick@ashby-geddes.com
jday@ashby-geddes.com

Matthew Neiderman, Esq.
Duane Morris LLP
1100 N. Market Street
Suite 1200
Wilmington, DE 19801
mneiderman@duanemorris.com

David J. Margules, Esq.
John M. Seaman, Esq.
Bouchard Margules & Friedlander, P.A.
222 Delaware Avenue, Suite 1400
Wilmington, DE 19801
dmargules@bmf-law.com
jseaman@bmf-law.com

/s/ Philip A. Rovner
Philip A. Rovner (#3215)
Potter Anderson & Corroon LLP
Hercules Plaza
P.O. Box 951
Wilmington, DE 19899
(302) 984-6000
E-mail: provner@potteranderson.com

665446